



NORTH AMERICAN CAR CORPORATION

222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4000 • TELEX 255222

August 26, 1980

RECORDATION NO. *10836-A* Filed 1425

AUG 28 1980 -1 45 PM

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Re: Filing of Supplemental Amendment, dated as of August 21, 1980 (the "Supplement"), to Collateral Assignment, dated as of September 17, 1979 ("Assignment"), between North American Car Corporation (the "Company"), 222 South Riverside Plaza, Chicago, Illinois, and The Bank of New York (the "Mortgagee"), 48 Wall Street, New York, New York.

Dear Secretary:

Enclosed for recording under the Interstate Commerce Act are executed counterparts of the above-described Supplement. The Supplement amends and restates Exhibit A to Schedule I of the Assignment, which Exhibit contains the description of the cars covered thereby. The Assignment was filed with the Interstate Commerce Commission on September 20, 1979, as document No. 10836.

Also enclosed is a check, payable to the Interstate Commerce Commission, in the amount of \$10.00 as the recording fee for the Supplement.

Pursuant to the Commission's rules and regulations for the recording of certain documents under the Interstate Commerce Act, you are hereby requested to duly file two of the enclosed counterparts for record in your office and to return the remaining copies, together with the Secretary's Certificate of Recording, to the messenger making this delivery.

If you have any questions, please contact me.

Very truly yours,

James M. Gillespie
James M. Gillespie
Attorney

JMG/tp

Enclosure

*Mr. Lee -
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sure what
the next letter
may be*

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A M E N D M E N T

AUG 28 1980 - 1 45 PM

INTERSTATE COMMERCE COMMISSION

The Equipment Mortgage, dated as of September 17, 1979, and recorded with the Interstate Commerce Commission on September 20, 1979, as document No. 10835; and the Collateral Assignment, dated as of September 17, 1979, and recorded with the Interstate Commerce Commission on September 20, 1979, as document No. 10836; in each case from North American Car Corporation to The Bank of New York, are each hereby amended to restate Schedule I to said Equipment Mortgage and Exhibit A to Schedule I of said Collateral Assignment to be and read in their respective entireties as set forth in the Appendix hereto.

DATED: August 21, 1980

NORTH AMERICAN CAR CORPORATION

By Robert A. Bouch
Vice President

ATTEST:

James M. Silley
Assistant Secretary

THE BANK OF NEW YORK

By Walter J. Smith
Title: Assistant Vice President

ATTEST:

Thomas H. Smith
Title: Assistant Treasurer

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On August 21, 1980, before me personally appeared Robert A. Boerke, to me personally known, who, being by me duly sworn, says that he is Vice President of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was on August 21, 1980, signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lina Brewitt
Notary Public

My Commission Expires:

My Commission Expires March 26, 1983

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

On August 22, 1980, before me personally appeared Thomas H. Smith, to me personally known, who, being by me duly sworn, says that he is Asst Treasurer of THE BANK OF NEW YORK, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was on August 22, 1980, signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Marjorie E. Haywood
Notary Public

My Commission Expires:

5/30/81

MARJORIE E. HAYWOOD
Notary Public, State of New York
No. 30-6820795
Qualified in Nassau County
Cert. Filed in New York County
Commission Expires March 30, 1981

APPENDIX

QUANTITY	SERIAL NUMBERS	DESCRIPTION	LESSEE
5	2603-2604, 2606,2608, 2613	50 ton, 8,000 gallon capacity tank cars	A. E. Staley Manufacturing
16	2615-2630	Same as above	A. E. Staley Manufacturing
68	4900,4902 4905,4906 4908,4909 4911,4912 4914,4916 4918-4920 4922,4924- 4928,4930 4933-4935 4937-4941 4943,4944 4946,4947 4949,4952- 4958,4960- 4961,4963- 4966,4968- 4970,4972- 4973,4976 4978,4981- 4983,4985 4988-4999	Same as above	A. E. Staley Manufacturing
26	4901,4903 4904,4907 4910,4913 4915,4917 4921,4923 4929,4932 4942,4945 4948,4950 4951,4959 4962,4971 4974-4975 4977,4979 4980,4986	Same as above	Endasa
1	4984	Same as above	Spreckels Sugar
2	7600,7603	Same as above	E. I. Dupont
2	7601,7608	Same as above	Merck & Company, Inc.
5	7602,7604- 7607	Same as above	Cargill, Inc.
1	7609	Same as above	D. D. Williamson Canada, Ltd.
6	8121-8125, 8127	50 ton, 8,000 gallon capacity tank cars	A. E. Staley Manufacturing
4	12506-12508, 12510	50 ton, 8,000 gallon capacity tank cars	Lonza, Inc.
3	13012,13022 13023	55 ton, 89 ft. flat cars	Union Carbide Corporation

APPENDIX/PAGE 2

QUANTITY	SERIAL NUMBERS	DESCRIPTION	LESSEE
3	13014,13017 13024	55 ton, 89 ft. flat cars	Meyer Manufacturing Company
1	17143	90 ton, 20,000 gallon capacity tank cars	Allied Chemical Corporation
1	17144	Same as above	E. I. Dupont
1	17145	Same as above	Union Carbide Corporation
2	17550-17551	50 ton, 6,000 gallon capacity tank cars	Air Products & Chemicals, Inc.
19	19900-19902, 19904,19908- 19910,19912- 19914,19916, 19921,19924, 19929-19930, 19934,19936, 19939,19942	100 ton, 13,300 gallon capacity tank cars	Amoco Oil Company
11	19903,19905 19911,19915, 19918,19920, 19923,19925, 19937-19938	Same as above	Canamex Commodity Corp.
2	19906,19926	Same as above	Mobil Oil Corp.
1	19907	Same as above	E. I. Dupont
1	19922	Same as above	Olin Chemicals
3	19927-19928, 19931	Same as above	Kock Industries
1	19932	Same as above	Phillips Petroleum
3	19933,19940- 19941	Same as above	Texasgulf, Inc.
1	21270	90 ton, 20,000 gallon capacity tank cars	Denver Rio Grande
2	21271-21272	Same as above	Monsanto Company
3	21273,21276, 21281	Same as above	E. I. Dupont
1	21274	Same as above	Rohm & Haas Company
1	21275	Same as above	United States Steel Corp.
3	21277-21278, 21280	Same as above	Allied Chemical Corp.
1	21279	Same as above	Zip Transportation

<u>QUANTITY</u>	<u>SERIAL NUMBERS</u>	<u>DESCRIPTION</u>	<u>LESSEE</u>
1	21282	90 ton, 20,000 gallon capacity tank cars	American Hoescht Corp.
1	21344	Same as above	Merichem Corp.
2	21345-21346	Same as above	Mobil Oil Corp.
1	21347	Same as above	Unassigned
7	21375, 21379 21436-21438 21440, 21444	Same as above	Monsanto Company
9	21376, 21386, 21445-21451	Same as above	Union Carbide Corp.
1	21380	Same as above	C. F. Industries
26	21381-21385 21388-21390 21393, 21395 21425-21427 21433, 21441 21443, 21456 21458, 21460 21463, 21469 21489, 21524 21528, 21531 21594	Same as above	E. I. Dupont
1	21387	Same as above	Dow Badische Company
4	21392, 21434 21455, 21459	Same as above	Allied Chemical Corp.
3	21394, 21435 21596	Same as above	Valley Nitrogen Producers
3	21396, 21439 21521	Same as above	PPG Industries, Inc.
2	21397, 24152	Same as above	Cross Oil & Refining
8	21423, 21472 21473, 21617- 21621	Same as above	C&T Refinery, Inc.
3	21424, 21487 21534	Same as above	John Morrell & Company
1	21428	90 ton, 20,000 gallon capacity tank cars	Industrial Raw Materials
3	21430, 21481 21484	Same as above	Cargill, Inc.
1	21431	Same as above	Oklahoma Refining Co.

Appendix/Page 4

<u>QUANTITY</u>	<u>SERIAL NUMBERS</u>	<u>DESCRIPTION</u>	<u>LESSEE</u>
13	21432,21457 21476,24015- 24024	90 ton, 20,000 gallon capacity tank cars	Shell Oil Company
1	21442	Same as above	Nekoosa Papers, Inc.
3	21452,21585 21586	Same as above	American Cyanamid Co.
1	21453	Same as above	Agrico Chemical Co.
3	21454,21465 21591	Same as above	United States Steel Corp.
1	21461	Same as above	Clark Oil & Refining Corp.
2	21462,21583	Same as above	Hooker Chemicals
1	21466	Same as above	Standard Brands, Inc.
3	21467,21478 21480	Same as above	Merichem Corp.
4	21468,21584 21587,21597	Same as above	Union Camp Corp.
2	21474,21485	Same as above	National By-Products, Inc.
2	21475,21529	Same as above	Atlantic Richfield Co.
1	21479	Same as above	A. E. Staley Manufacturing
1	21480	Same as above	Continental Grain Co.
5	21482,21483 21530,21588 21592	Same as above	Westvaco Corp.
1	21486	Same as above	Allied Material Corp.
1	21488	Same as above	Zip Transportation
2	21517,21523	Same as above	Anderson Clayton Foods
1	21518	Same as above	First Chemical Corp.
9	21519,21520 21525-21527 24151,24201- 24203	Same as above	Sun Petroleum Products Co.
1	21532	Same as above	Wilson Foods Corp.
1	21589	Same as above	Mobil Oil Corp.
1	21590	Same as above	Goodpasture, Inc.

Appendix/Page 5

QUANTITY	SERIAL NUMBERS	DESCRIPTION	LESSEE
1	21595	90 ton, 20,000 gallon capacity tank cars	Rohm & Haas Co.
1	24150	Same as above	Ashland Oil, Inc.
1	24250	Same as above	Giumarra Vineyards Corp.
19	24700-24718	70 ton, 10,000 gallon capacity tank cars	Dow Chemical Co.
1	24721	Same as above	National Starch
3	24722-24724	Same as above	Rohm & Haas Co.
2	24726,24731	Same as above	Pfizer, Inc.
1	24729	Same as above	W. R. Grace & Company
3	25100-25102	90 ton, 16,600 gallon capacity tank cars	W. R. Grace & Company
4	26201-26202, 26217,26235	50 ton, 10,000 gallon capacity tank cars	American Cyanamid Co.
3	26203,26218 26228	50 ton, 19,000 gallon capacity tank cars	C. F. Industries
3	26205,26219 26220	Same as above	The Royster Company
3	26208,26214 26216	Same as above	International Minerals
3	26212,26233 26401	Same as above	Agway, Inc.
1	26402	Same as above	FMC Corp.
2	26403,26204	Same as above	Celanese Corporation
5	27294-27298	50 ton, 10,000 gallon capacity tank cars	Unassigned
4	27299,27300 27675,27678	Same as above	Genstar Chemical, Ltd.
2	26215,26227	Same as above	Cyanamid of Canada Ltd.
8	27301-27303 27305,27605 27610,27612 27693	Same as above	Celanese Corporation
7	27304,27679 27681,27682 27685,27688 27694	Same as above	The Royster Company
17	27601-27603 27606,27608 27609,27613- 27616,27619 27623,27625- 27629	Same as above	C. F. Industries
7	27600,27607 27621,27684 27687,27689 27690	Same as above	Unassigned

<u>QUANTITY</u>	<u>SERIAL NUMBERS</u>	<u>DESCRIPTION</u>	<u>LESSEE</u>
3	27617,27676 27680	50 ton, 10,000 gallon	Agrico Chemical Co.
1	27691	Same as above	Agway, Inc.
2	27620,27692	Same as above	E. I. Dupont
1	27677	Same as above	Eli Lilly & Company
1	27683	Same as above	FMC Corporation
27	27734-27736 27738-27747 27749-27759 27761-27763	Same as above	Nitram Chemicals, Inc.
1	27764	Same as above	Unassigned
2	27766,27768	Same as above	C. F. Industries, Inc.
1	27769	Same as above	Celanese Corporation
5	27770,27772 27773,27783 27784	Same as above	Union Carbide Corp.
1	27771	Same as above	E. I. Dupont
1	27774	Same as above	Allied Chemical Corp.
2	32044,32046	100 ton, 32,700 gallon capacity tank cars	NGL Supply Ltd.
<u>486</u>	<u>TOTAL ALL CARS</u>		